

EXHIBIT F

Proposed Order

(Attached)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE:

SEARS HOLDINGS CORPORATION, *et al.*,

Debtors.

Chapter 11

Case No. 18-23538 (RDD)

(Jointly Administered)

**ORDER GRANTING APPLICATION OF NORTHERN INDIANA PUBLIC
SERVICE COMPANY LLC FOR PAYMENT FROM THE ADEQUATE
ASSURANCE ACCOUNT PURSUANT TO SECTION 7 OF THE ORDER
(I) APPROVING DEBTORS' PROPOSED FORM OF ADEQUATE ASSURANCE OF
PAYMENT TO UTILITY PROVIDERS, (II) ESTABLISHING PROCEDURES FOR
DETERMINING ADEQUATE ASSURANCE OF PAYMENT FOR FUTURE
UTILITY SERVICES, AND (III) PROHIBITING UTILITY PROVIDERS FROM
ALTERING, REFUSING, OR DISCONTINUING UTILITY SERVICE**

Upon the application (the "Application") of Northern Indiana Public Service Company LLC ("NIPSCO"), dated August 27, 2019;¹ and the Court having jurisdiction to decide the Application and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Application and the requested relief therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application having been provided, and it appearing that no other or further notice need be provided; and the Court having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED, DECREED, AND ADJUDGED THAT:

1. The Application is GRANTED as set forth herein.

¹ Capitalized terms used but not defined in this Order have the meanings given in the Application.

2. The Debtors shall remit payment in an amount equal to \$20,070.48 (or such greater amount as may be permitted by the Utilities Order not to exceed \$23,238.15) from the Adequate Assurance Account to NIPSCO as soon as reasonably practicable, but in any event no later than fourteen (14) days from the date of this Order, for payment of past-due post-petition invoices on the Delinquent Account.

3. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

Dated: _____, 2019

THE HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE